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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

PURDUE PHARMA L.P., *et al.*,

Debtors.¹

Chapter 11

Case No. 19-23649 (RDD)

(Jointly Administered)

**STATEMENT OF THE AD HOC GROUP OF
NON-CONSENTING STATES IN SUPPORT OF PURDUE'S
MOTION TO ASSUME THE PREPETITION REIMBURSEMENT
AGREEMENT WITH THE AD HOC COMMITTEE, AND TO PAY
THE FEES AND EXPENSES OF THE AD HOC COMMITTEE'S PROFESSIONALS**

The Ad Hoc Group of Non-Consenting States (the “**Non-Consenting States**”)² respectfully submits this statement in support of Purdue’s *Motion to Assume the Prepetition Reimbursement Agreement with the Ad Hoc Committee, and to Pay the Fees and Expenses of the Ad Hoc Committee’s Professionals* [Docket No. 394] (the “**Motion**”).³

¹ The Debtors in these cases (collectively “**Purdue**”), along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

² California, Colorado, Connecticut, Delaware, the District of Columbia, Hawaii, Idaho, Illinois, Iowa, Maine, Maryland, Massachusetts, Minnesota, Nevada, New Hampshire, New Jersey, New York, North Carolina, Oregon, Pennsylvania, Rhode Island, Vermont, Virginia, Washington, and Wisconsin.

³ Capitalized terms used but not defined in this Statement shall have the meanings ascribed to them in the Motion.

The Non-Consenting States disagree with some positions taken so far by the Ad Hoc Committee of States and others supporting the proposed settlement with the Debtors and their owners, the Sacklers. The Non-Consenting States believe that resolution of the law enforcement actions against Purdue and its executives and directors requires more than what Purdue and the Sacklers have offered: more accountability, more transparency about what happened at Purdue, more voice for the families who were hurt, more consequences for the people who broke the law, more action to stop ongoing harm, and more relief for communities dealing with the consequences.

Notwithstanding these differences, the Attorneys General of the twenty-three States represented by the Ad Hoc Committee, like the Attorneys General of the Non-Consenting States, play an essential role in protecting the public, enforcing the law, and appropriately resolving this case. Having the estate pay the reasonable fees of professionals (particularly financial professionals) to advise the States should enhance public confidence in the fairness and propriety of any outcome.⁴ The specifics of what fees are reasonable in this context should be subject to ongoing oversight by the Court.

Dated: November 13, 2019

Respectfully submitted,

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By: /s/ Andrew M. Troop
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⁴ Pursuant to the Court's instruction to conserve resources and avoid duplication, the States are working together to share information and access to relevant, non-legal advisors and professionals. The Non-Consenting States are presently exploring with the Ad Hoc Committee how such access would work. As of the time of this filing, no agreement on this issue has been finalized.

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CERTIFICATE OF SERVICE

I hereby certify that on November 13, 2019, an electronic copy of the foregoing was filed electronically through the Court's CM/ECF system, which caused all parties or counsel requesting notice in the above-captioned case to be served by electronic means on the date of filing.

/s/ Andrew M. Troop

Andrew M. Troop